Telecommunications
E Commerce
Technology
Corporate & Finance
Trademarks
Proprietary Rights
Complex Litigation
General Business Law

## The Helein Law Group, LLLP

8180 Greensboro Drive Suite 700 McLean, VA 22102

(703) 714-1300 (Telephone) (703) 714-1330 (Facsimile) mail@thlglaw.com

Writer's Direct Dial Number

(703) 714-1313



Writer's E-mail Address

1sm@thlglaw com

December 10, 2004

Office of the Secretary Tennessee Regulatory Authority 460 James Robertson Parkway Nashville, TN 37243-0505 04-00431

Re: Joint Petition of United American Technology, Inc. and

PromiseVision Technology, Inc. for Approval of

Transfer of Customer Base

Ladies and Gentlemen:

On behalf of United American Technology, Inc. ("UAT"), transmitted herewith is an original plus thirteen (13) copies of the Joint Petition of United American Technology, inc. and PromiseVision Technology, Inc. for Approval of Transfer of Customer Base. Also enclosed is a check in the amount of \$25.00 for the fee associated with this filing.

An additional copy of this filing is also enclosed, to be date-stamped and returned in the postage-prepaid envelope provided.

Should there be any questions regarding this filing, kindly contact the undersigned.

Respectfully submitted,

Jonathan S Marashlian Regulatory Counsel

JSM/sr Enclosures

cc Darlene Standley
Lisa Foust

## BEFORE THE TENNESSEE REGULATORY AUTHORITY NASHVILLE, TENNESSEE

JOINT PETITION OF :	•
UNITED AMERICAN TECHNOLOGY, INC. :	
AND PROMISEVISION TECHNOLOGY, INC.:	DOCKET NO
FOR APPROVAL OF TRANSFER OF :	
CUSTOMER RASE .	P.

## JOINT PETITION OF UNITED AMERICAN TECHNOLOGY, INC. AND PROMISEVISION TECHNOLOGY, INC. FOR APPROVAL OF TRANSFER OF CUSTOMER BASE

United American Technology, Inc. ("UAT") and PromiseVision Technology, Inc. ("PV"), petition the Tennessee Regulatory Authority ("TRA"), pursuant to T.C.A. §65-4-113 for approval to transfer the customer base of PV to UAT. In support of this Petition, UAT and PV provide the following information.

- 1. UAT is an Oklahoma corporation which maintains its principal place of business at 900 N.E. 63rd Street, Suite 100, Oklahoma City, Oklahoma 73105. UAT holds certificates to provide interexchange services in Alabama, California, Colorado, Florida, Georgia, Illinois, Indiana, Kansas, Kentucky, Michigan, Minnesota, Montana, New Hampshire, New York, Ohio, Oregon, Pennsylvania, South Dakota, Texas, Virginia, Washington and Wisconsin. UAT is also authorized to provide service in the following unregulated states. the District of Columbia, Nevada, New Jersey, Utah and Virginia. UAT has applications for authority to provide interexchange services pending in Arizona, Oklahoma, South Carolina and West Virginia UAT also has an application pending before the TRA for authority to provide interexchange services, in Docket No. 04-00400
- 2. PV is an Oklahoma corporation which maintains its principal place of business at 1050 E. 2nd Street, Suite 212, Edmond, Oklahoma. PV holds certificates to provide service in

all 48 contiguous states, including Tennessee. PV was granted a certificate to provide interexchange services in Tennessee on September 12, 2000, in Case No. 00-00659. PV is assigned Company ID 128616.

- 3. On December 29, 2003, UAT and PV entered into an Asset Purchase Agreement ("APA"), whereby PV agreed to sell and UAT agreed to purchase all of PV's assets Closing of the APA is contingent on obtaining regulatory approvals, where required. Pending closing of the APA in each relevant jurisdiction, UAT will manage PV's assets pursuant to a Management Agreement. Upon obtaining each regulatory approval, customers will be provided at least 30 days' advance written notice before their first billing in UAT's name. This notice will inform PV customers that: (1) after 30 days UAT will become their new long distance provider; (2) they may select a different carrier without incurring any charges for six (6) months following the completion of the transaction; (3) a toll-free customer service number will be set up exclusively for PV customers to phone with any questions or complaints, and will remain connected and staffed for 12 months following the completion of the transaction; (4) the only change they will see on their bill is UAT's name replacing PV's; and (5) all rates, terms and conditions will not change.
- 5. UAT has extensive experience providing telecommunications services to customers in several states. This customer base transfer is in the public interest as it will ensure the continued provision of high-quality, affordable telecommunications services to PV's Tennessee customers and should promote competition in the Tennessee telecommunications market.

WHEREFORE, UAT and PV respectfully request that the TRA authorize the proposed customer base transfer

Respectfully submitted,

Bv:

Jonathan S. Marashlian

The Helein Law Group, LLLC 8180 Greensboro Drive, Suite 700

McLean, Virginia 22102 Telephone: (703) 714-1300 Facsimile: (703) 714-1330 Email: jsm@thlglaw.com

Attorneys for United American Technology, Inc.